

Sean Dougherty
AVP, Contracts
CIT Rail



September 29, 2009

Secretary
Surface Transportation Board
Washington, D.C. 20423

RECORDATION NO. **22759-C** FILED

SEP 30 '09

4-51 PM

RE: BCRP04001

SURFACE TRANSPORTATION BOARD

Dear Secretary:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) is a **Termination of Lease** dated as of **September 28, 2009**, a **secondary** document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement which was filed with the Board under Recordation Number **22759**.

The names and addresses of the party to the enclosed document are:

(Parties of the Termination of Lease)

Lessor: **The CIT Group/Equipment Financing, Inc.,
as Successor in interest to Greenbrier Leasing Limited
30 South Wacker Drive, #3000
Chicago, IL 60606**

A description of the railroad equipment covered by the enclosed document is **154 Railcars marked and numbered BCOL 860525 through BCOL 860679, inclusive excluding BCOL 860551 which was destroyed as more particularly set forth in the Exhibit A attached to the Termination.**

A short summary of the document to appear in the index is: **Termination of Lease.**

Kindly return stamped copies of the enclosed document to the undersigned.

Best regards,
/s/

Sean Dougherty
AVP, Contracts
CIT Rail

Enclosure

CIT RAIL
30 South Wacker Drive
Suite 3000
Chicago, IL 60606

t: 312.906.5785 f: 312.906.5833
sean.dougherty@cit.com

SEP 30 09

4-51 PM

TERMINATION OF LEASE

SURFACE TRANSPORTATION BOARD

The CIT Group/Equipment Financing, Inc. ("CIT"), as successor in interest to **Greenbrier Leasing Limited**, is the lessor under that certain Master Rail Lease Agreement dated as of September 16, 1999 (the "Master Lease") between **Greenbrier Leasing Limited** as lessor, and **BC Rail Partnership** as lessee (the "Lessee"), and **Schedule No. 1** thereto, as amended (the "Schedule"; the Schedule and Master Lease, to the extent incorporated in or relating to the Schedule, are hereinafter collectively referred to as the "Lease"), with respect to the lease by CIT to Lessee **one hundred fifty four (154) railcars** identified on **Exhibit A** hereto.

A Memorandum of Lease dated as of **February 3, 2000** between **Greenbrier Leasing Limited** and Lessee, relating to the Lease, was duly filed and recorded with the Surface Transportation Board on **February 15, 2000** under Recordation Number **22759**.

This Termination of Lease acknowledges for the public record that the Lease has terminated and that CIT has no further interest in the Lease.

This Termination of Lease shall not impair or terminate any of the rights and obligations of the parties under the Lease that expressly survive its Termination.

Dated this **28th day of September 2009**.

I certify that I hold the title set forth below, that this instrument was signed on behalf of CIT by all necessary corporate authority and that I acknowledge that the execution of the foregoing instrument was the free act and deed of CIT. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.
as Successor in interest to **Greenbrier Leasing Limited**

By. Name: **Sean Dougherty**Title: **Assistant Vice President**

Schedule A

Number of Cars

Equipment Description

154

80' Plate E Boxcar with 8' Double Sliding Doors

1	BCOL	880525	53	BCOL	880578	105	BCOL	880630
2	BCOL	880526	54	BCOL	880579	106	BCOL	880631
3	BCOL	880527	55	BCOL	880580	107	BCOL	880632
4	BCOL	880528	56	BCOL	880581	108	BCOL	880633
5	BCOL	880529	57	BCOL	880582	109	BCOL	880634
6	BCOL	880530	58	BCOL	880583	110	BCOL	880635
7	BCOL	880531	59	BCOL	880584	111	BCOL	880636
8	BCOL	880532	60	BCOL	880585	112	BCOL	880637
9	BCOL	880533	61	BCOL	880586	113	BCOL	880638
10	BCOL	880534	62	BCOL	880587	114	BCOL	880639
11	BCOL	880535	63	BCOL	880588	115	BCOL	880640
12	BCOL	880536	64	BCOL	880589	116	BCOL	880641
13	BCOL	880537	65	BCOL	880590	117	BCOL	880642
14	BCOL	880538	66	BCOL	880591	118	BCOL	880643
15	BCOL	880539	67	BCOL	880592	119	BCOL	880644
16	BCOL	880540	68	BCOL	880593	120	BCOL	880645
17	BCOL	880541	69	BCOL	880594	121	BCOL	880646
18	BCOL	880542	70	BCOL	880595	122	BCOL	880647
19	BCOL	880543	71	BCOL	880596	123	BCOL	880648
20	BCOL	880544	72	BCOL	880597	124	BCOL	880649
21	BCOL	880545	73	BCOL	880598	125	BCOL	880650
22	BCOL	880546	74	BCOL	880599	126	BCOL	880651
23	BCOL	880547	75	BCOL	880600	127	BCOL	880652
24	BCOL	880548	76	BCOL	880601	128	BCOL	880653
25	BCOL	880549	77	BCOL	880602	129	BCOL	880654
26	BCOL	880550	78	BCOL	880603	130	BCOL	880655
27	BCOL	880552	79	BCOL	880604	131	BCOL	880656
28	BCOL	880553	80	BCOL	880605	132	BCOL	880657
29	BCOL	880554	81	BCOL	880606	133	BCOL	880658
30	BCOL	880555	82	BCOL	880607	134	BCOL	880659
31	BCOL	880556	83	BCOL	880608	135	BCOL	880660
32	BCOL	880557	84	BCOL	880609	136	BCOL	880661
33	BCOL	880558	85	BCOL	880610	137	BCOL	880662
34	BCOL	880559	86	BCOL	880611	138	BCOL	880663
35	BCOL	880560	87	BCOL	880612	139	BCOL	880664
36	BCOL	880561	88	BCOL	880613	140	BCOL	880665
37	BCOL	880562	89	BCOL	880614	141	BCOL	880666
38	BCOL	880563	90	BCOL	880615	142	BCOL	880667
39	BCOL	880564	91	BCOL	880616	143	BCOL	880668
40	BCOL	880565	92	BCOL	880617	144	BCOL	880669
41	BCOL	880566	93	BCOL	880618	145	BCOL	880670
42	BCOL	880567	94	BCOL	880619	146	BCOL	880671
43	BCOL	880568	95	BCOL	880620	147	BCOL	880672
44	BCOL	880569	96	BCOL	880621	148	BCOL	880673
45	BCOL	880570	97	BCOL	880622	149	BCOL	880674
46	BCOL	880571	98	BCOL	880623	150	BCOL	880675
47	BCOL	880572	99	BCOL	880624	151	BCOL	880676
48	BCOL	880573	100	BCOL	880625	152	BCOL	880677
49	BCOL	880574	101	BCOL	880626	153	BCOL	880678
50	BCOL	880575	102	BCOL	880627	154	BCOL	880679
51	BCOL	880576	103	BCOL	880628			
52	BCOL	880577	104	BCOL	880629			



The Greenbrier Companies, Inc.

One Centerpointe Drive Suite 200
Lake Oswego Oregon 97035
503 684 7000 Fax 503 684 7553

February 3, 2000

RECORDATION NO. 22759 FILED

RECEIVED
FEB 9 2000
V-L
MANAGEMENT
STB

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W., Room 704
Washington, D.C. 20423-0001

FEB 15 '00 10-11 AM
73
SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303 are three (3) originals and two (2) photocopies of a Memorandum of Lease Agreement for Schedule No. 1 dated as of September 16, 1999, a primary document as defined in the Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

The names and addresses of the parties to the enclosed document are:

Lessor: Greentrier Leasing Limited
One Centerpointe Drive, Suite 200
Lake Oswego, Oregon 97035

Lessee: BC Rail Partnership
221 W. Esplanade
N. Vancouver, BC V7M 3J1
Canada

A description of the railroad equipment covered by the enclosed document is:

One hundred fifty-five (155) 60-foot nine inches, 100-ton plate E boxcars with double 8-foot sliding doors, 15" EOCC, 60K nailable steel floors and reflective decals, marked and numbered BCOL 860525 through BCOL 860679, inclusive.

Also enclosed is a payment of \$26 payable to the order of the Surface Transportation Board covering the required recordation fee.

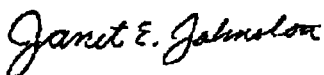
Mr. Vernon A. Williams
February 3, 2000
Page 2

Kindly return stamped copies of the enclosed document not needed for your files to the undersigned.

A short summary of the enclosed primary document to appear in the Commission's Index is:

Memorandum of Lease Agreement for Schedule No. 1 dated as of September 16, 1999 covering one hundred fifty-five (155) 60-foot nine inch, 100-ton plate E boxcars with double 8-foot sliding doors, 15" EOCC, 60K nailable steel floors and reflective decals, marked and numbered BCOL 860525 through BCOL 860679, inclusive.

Sincerely,



Janet E. Johnston
Assistant to the
Executive Vice President

JEJ:hjz
Enclosure

cc: Robert W. Alvord, Esq.

RECORDING NO. 22759 FILED

FEB 15 '00 10:11 AM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING LIMITED ("LESSOR")

AND

BC RAIL PARTNERSHIP ("LESSEE")

SEPTEMBER 16, 1999

SCHEDULE NO. 1

SEPTEMBER 16, 1999

Memorandum of a Lease Agreement and Schedule No. 1 thereto made and entered into as of September 16, 1999 (collectively, the "Lease Agreement"), by and between GREENBRIER LEASING LIMITED, a Nova Scotia corporation, ("Lessor") and BC RAIL PARTNERSHIP, a British Columbia partnership ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor one hundred fifty-five (155) 60-foot nine-inch, 100-ton (286,000 lbs. GRL), Phase E boxcars with double 8-foot sliding doors, 1.5" BOCC, 60K unitable steel floors and reflective decals, marked and numbered BCOL 860525 through BCOL 860679, inclusive.
2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

LESSOR: GREENBRIER LEASING LIMITED

By: Norman M. Webb

Title: President

LESSOR: BC RAIL PARTNERSHIP

By: [Signature]

Title: V.P. Sales & Marketing

REGISTRATION NO. 22759 FILED

FEB 15 '00 10:11 AM

SURFACE TRANSPORTATION BOARD

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

On this 1st day of February, 2000, before me personally appeared Norris M. Webb, to me personally known, who being by me duly sworn, says that he is the President of GRUENBRIER LEASING LIMITED, that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Janet E. Johnston
NOTARY PUBLIC

My commission expires: 5/28/2002



STATE/PROVINCE OF BRITISH COLUMBIA)
DISTRICT) ss.
COUNTY/MUNICIPALITY OF NORTH VANCOUVER

On this 1st day of January, 2000, before me personally appeared Dale R. MacLean, to me personally known, who being by me duly sworn, says that he or she is the Vice-President of BC RAIL PARTNERSHIP, that the foregoing instrument was signed on behalf of said partnership, and he or she acknowledged that the execution of the said instrument was his or her free act and deed.

Colin
NOTARY PUBLIC,
& Commissioner for Fishing Privileges
for British Columbia

My commission expires: May, 2000

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